MERCER

Investment Consulting

February 20, 2004

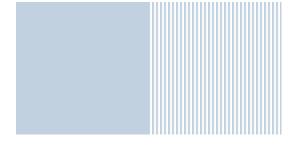
Total Fund Review – Fourth Quarter Board Meeting

Arizona State Retirement System

Terry A. Dennison

Los Angeles



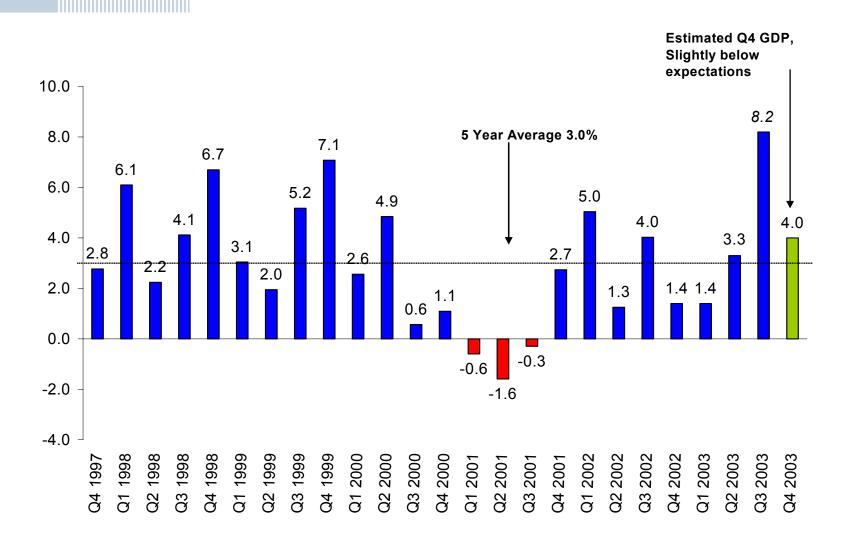


Economic Environment

Mostly Positive Economic News Heralds The New Year; Some Caution Remains

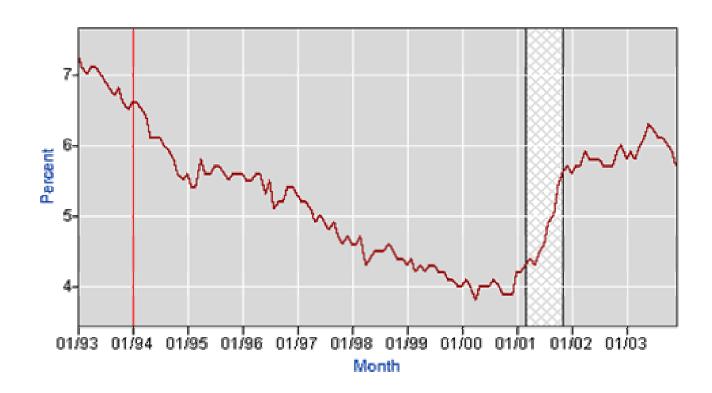
- Third quarter GDP was revised up from initial reports of 7.2% annualized growth to 8.2% for third quarter
- Fourth quarter estimated GDP was reported to be 4.0%, slightly below expectations
- Elevated terrorism alerts remind us that despite improved economic news, terrorist activity could thwart a recovery
- The U.S. dollar continued to decline resulting in strong currency gains for international equities and good news for U.S. exporters

Gross Domestic Product Growth Declines from 3Q03 Pace But Is Still Above Long Term Average



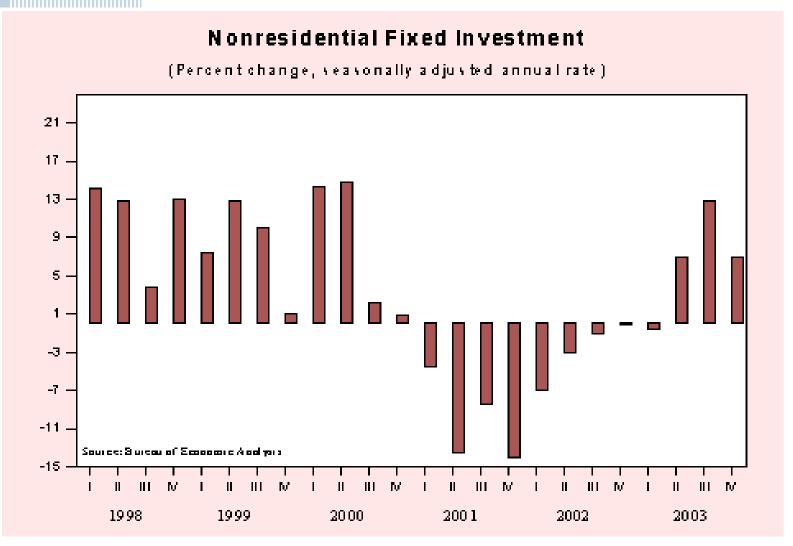
Unemployment Rate Continues to Decline 'Jobs Recovery' May Be Beginning

Unemployment rate (seasonally adjusted)



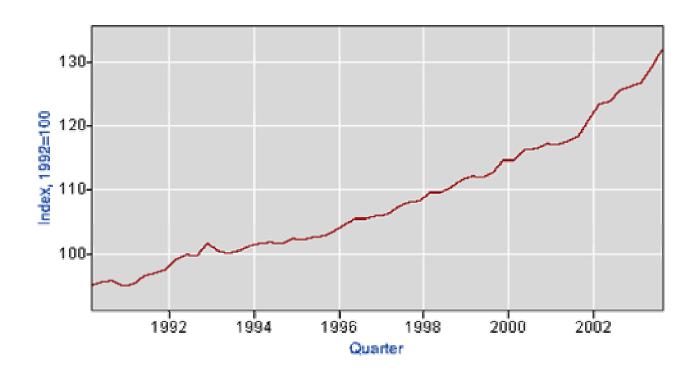
Note: Cross-hatched area represents recession. Vertical line indicates a break in series in January 1994 due to redesign of the survey.

Business Investment Continues to Show Improvement



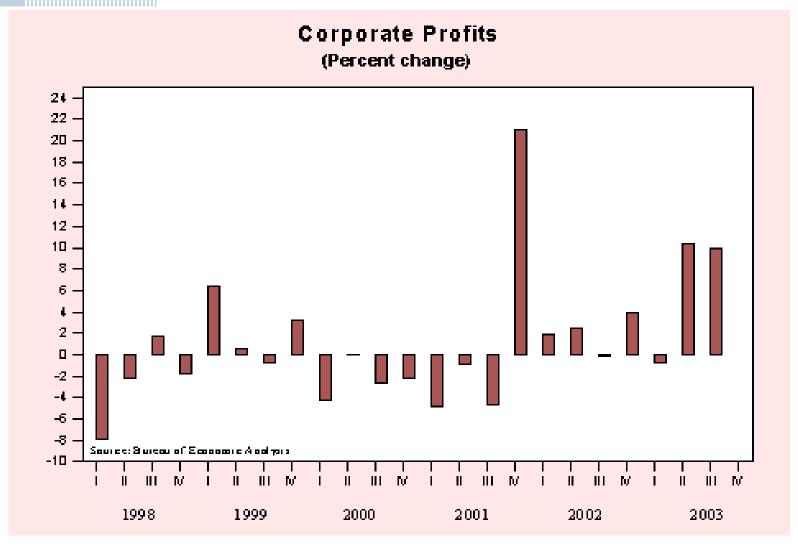
Productivity Increases Continue to Accelerate

Quarterly productivity in the nonfarm business sector

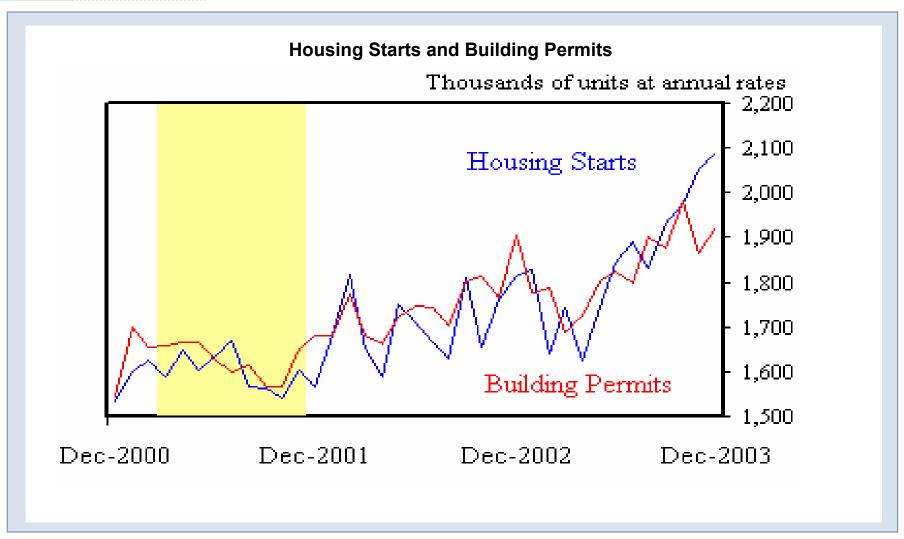


Note: Labor productivity is output per hour worked

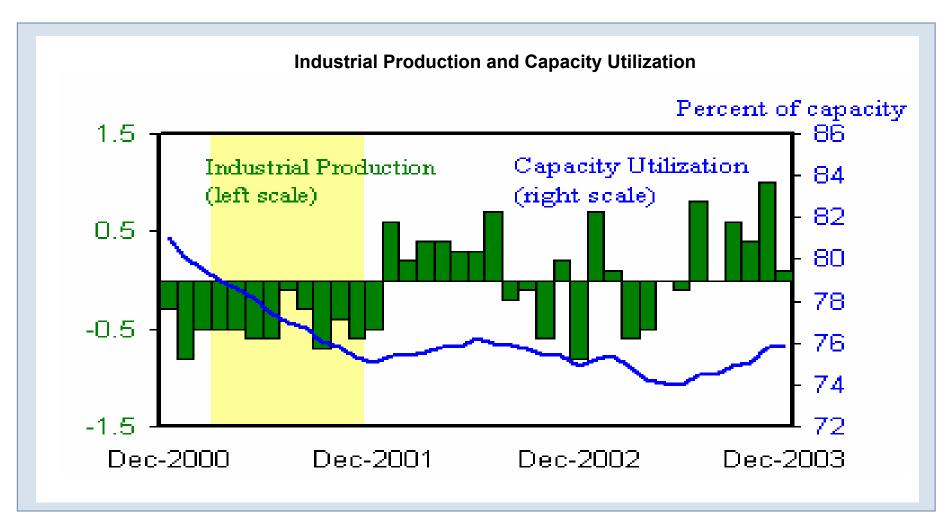
Corporate Profits Extend Upward Trend



Housing Starts Surged In November And December To The Highest Levels In Many Years



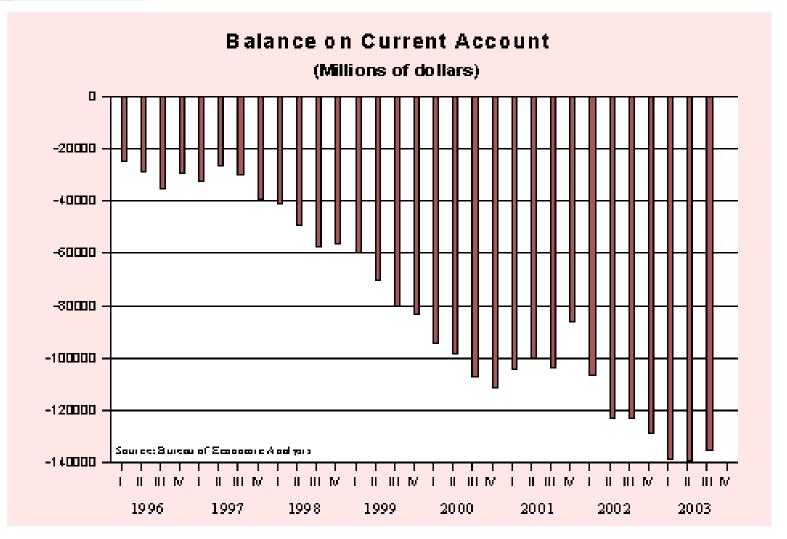
Capacity Utilization Has Begun to Rise Industrial Production is Also Improving



There are Negatives to be Concerned About

- Mounting consumer debt
- High debt levels for state and federal governments
- Despite lower unemployment figures, job growth continues to be weak
- Specter of inflation
 - Massive fiscal stimulus, \$500bn deficit
 - Continued high levels of money supply growth
 - Falling dollar increases inflationary impact of price-insensitive imports
 - Fed maintaining low real short term rates well into the recovery
 - Soaring commodity prices including gold

Current Account Deficit is Now About 5% of GDP



The Falling Dollar

Early Predictions

- Several years ago, many economists and financial experts expected a dollar decline
- Over the past year, the dollar has declined by over 25% against the major currencies

The Good News

- The dollar's decline helps U.S. exporters as U.S. goods sold abroad are less expensive
- Who might be the greatest beneficiaries? -- Companies whose revenues from foreign sales are the highest in their respective industry sectors such as General Motors (Auto & Parts), AON (Insurance), Bristol Myers (Pharmaceuticals), Coca-Cola (Beverage), Alcoa (Steel, other materials)¹

The Bad News

- Foreign goods become more expensive to Americans
- If prices of imports rise, domestic products may also rise giving way to higher inflation
- Signs of inflation will put pressure on interest rates as investors demand extra return for lost future purchasing power
- Government deficits combined with higher interest rates are detrimental to economic growth and stability

Implications for Higher Interest Rates

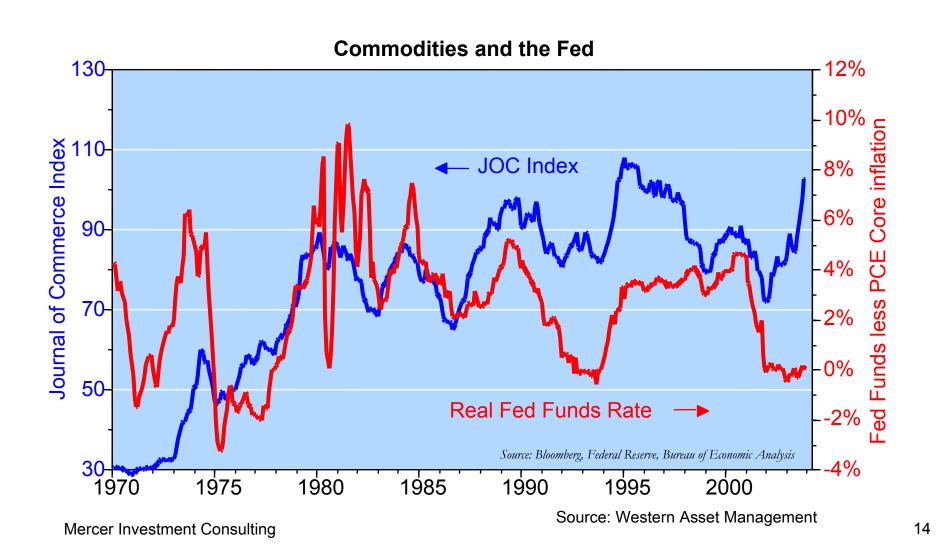
- Higher interest rates may short circuit the recovery and make corporations' costs higher
- Higher interest rates may subdue the stock and bond markets and impact the housing market which has been robust
- Higher interest rates may also reduce pension liabilities which could give some relief to underfunded pension plans

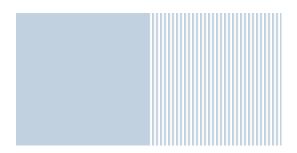
 ¹ Bridgewater Daily Observations January 22, 2004





Fed's Inaction May Allow Inflation to Develop



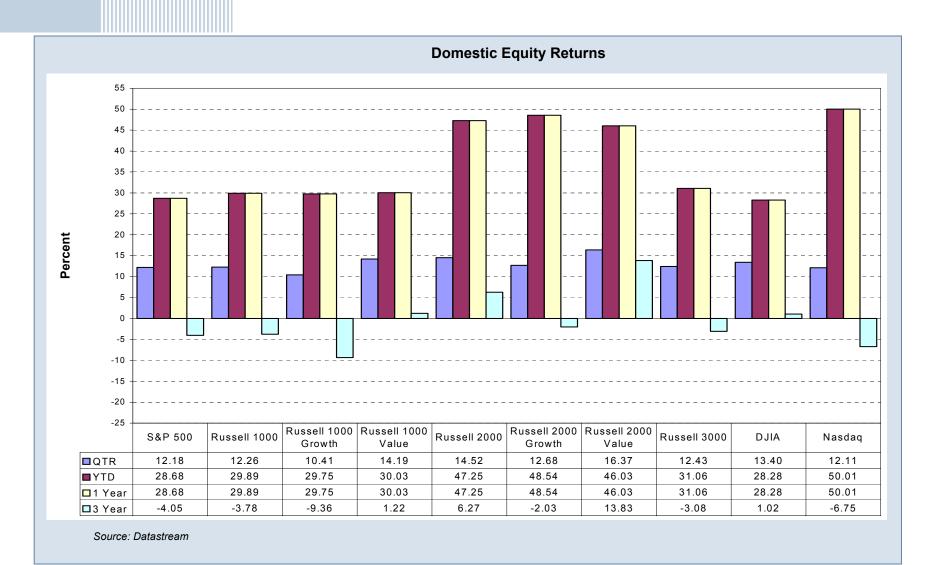


Securities Markets

U. S. Equity MarketsOverview

- Investors continued to prefer small capitalization stocks during the quarter; Value stocks outpaced growth stocks in both the large and small cap segments of the market
- The S&P 500 produced a 12.2% gain for the quarter and ended the year with the strongest gain since 1997, up 28.7%
- While all industries posted gains for the quarter, economically and inflation sensitive issues such as materials, industrials and energy fared best; companies with more solid balance sheets and predictable earnings produced weaker gains

U. S. Equity MarketsIndex Performance



Excellent Returns for Every Segment of the Market

- Value outperformed core and growth for all cap ranges
- Small value continued to provide superior returns

4Q03 Returns	Value	Core	Growth
Large	14.19	12.26	10.41
Mid	15.22	13.97	12.17
Small	16.37	14.52	12.68

Note: Russell 1000, Mid-Cap, 2000 Indicies; Value, Total, Growth

One-Year Returns Are Excellent

- All segments generated returns in the range of +30% to +50%
- Small caps did extraordinarily well with growth up nearly 50%

1 Year Returns	Value	Core	Growth
Large	30.03	29.89	29.75
Mid	38.07	40.08	42.71
Small	46.03	49.25	48.54

Note: Russell 1000, Mid-Cap, 2000 Indicies; Value, Core, Growth

Three-Year Results Are Showing Solid Improvement

- Returns now positive for all but growth and large-core
- Growth losses are now less than -10% for all cap sizes

3 Year Returns	Value	Core	Growth
Large	1.22	-3.78	-9.36
Mid	8.48	3.48	-6.13
Small	13.83	6.27	-2.03

Note: Russell 1000, Mid-Cap, 2000 Indicies; Value, Total, Growth

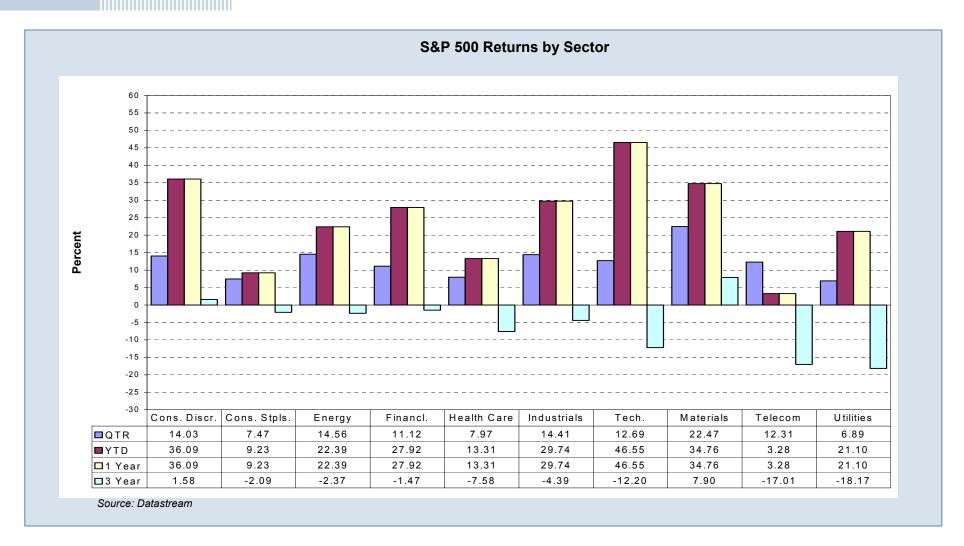
Cumulative Three-Year Returns Improved But Still Negative for Growth

- Despite recovery, large growth fell more than 25%
- Small value stocks increased by more than 47%

Cumulative 3 Yr	Value	Core	Growth
Large	3.70	-10.92	-25.53
Mid	27.66	10.81	-17.29
Small	47.49	20.01	-5.97

Note: Russell 1000, Mid-Cap, 2000 Indicies; Value, Total, Growth

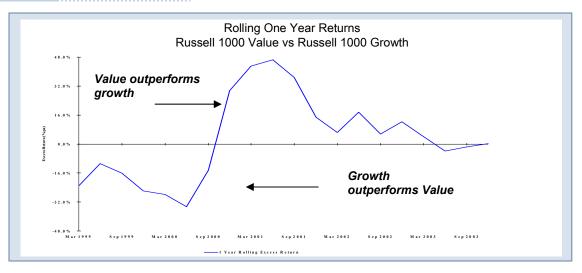
U. S. Equity MarketsSector Returns

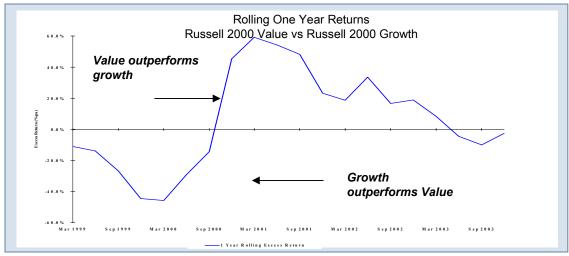


U. S. Equity MarketsTop Positive and Negative Contributors

25 Largest Positi	ve Contribu	tors to the	e S&P 5	500	25 Largest Ne	gative Contrib	outors to t	he S&P	
									Duia a Ot
Stock	Return (%)	End of Q Weight	Rank	Prior Qtr Rank	_Stock	Return (%)	End of C Weight	Rank	Prior Qt Rank
PFIZER INC	16.79%	2.63%	4	5	WAL MART STORES INC	-4.69%	2.24%	6	3
CISCO SYS INC	23.69%	1.63%	9	11	MERCK & CO INC	-8.00%	1.01%	16	14
EXXON MOBIL CORP	12.70%	2.64%	3	4	WYETH	-7.42%	0.55%	41	33
INTEL CORP	16.53%	2.04%	7	7	AMGEN INC	-4.23%	0.78%	26	20
ALTRIA GROUP INC	25.80%	1.08%	15	17	COLGATE PALMOLIVE CO	-10.02%	0.26%	87	65
AMERICAN INTL GROUP INC	14.98%	1.69%	8	9	MICROSOFT CORP	-0.97%	2.89%	2	1
COCA COLA CO	18.65%	1.21%	13	15	KOHLS CORP	-16.00%	0.15%	146	108
CITIGROUP INC	7.43%	2.44%	5	6	MEDIMMUNE INC	-23.16%	0.06%	323	238
CHEVRONTEXACO CORP	21.93%	0.90%	19	22	SOUTHWEST AIRLS CO	-8.79%	0.12%	181	143
LEETBOSTON FINL CORP	45.94%	0.45%	50	61	AT&T CORP	-4.70%	0.16%	139	114
SBC COMMUNICATIONS INC	18.89%	0.84%	21	23	FAMILY DLR STORES INC	-9.86%	0.06%	325	278
GENERAL ELEC CO	4.60%	3.04%	1	2	SCIENTIFIC ATLANTA INC	-12.33%	0.04%	396	362
WELLS FARGO & CO NEW	15.22%	0.96%	17	18	GENERAL MLS INC	-3.18%	0.16%	131	111
TIME WARNER INC	19.06%	0.79%	23	29	SLM CORP	-2.85%	0.17%	128	110
зм со	23.58%	0.65%	35	40	SAFEWAY INC	-4.49%	0.09%	238	195
LILLY ELI & CO	18.96%	0.77%	27	31	AT&T WIRELESS SVCS INC	-2.32%	0.18%	117	104
UNITED PARCEL SERVICE INC	17.24%	0.82%	22	25	APARTMENT INVT & MGMT CO	-10.82%	0.03%	435	392
TYCO INTL LTD NEW	29.77%	0.52%	44	46	AUTOZONE INC	-4.83%	0.07%	287	250
US BANCORP DEL	25.14%	0.56%	40	43	MONSTER WORLDWIDE INC	-12.93%	0.02%	457	430
TEXAS INSTRS INC	28.95%	0.50%	47	51	GATEWAY INC	-18.73%	0.01%	485	472
HEWLETT PACKARD CO	19.06%	0.68%	33	34	APPLERA CORP	-6.98%	0.04%	391	359
VIACOM INC	16.03%	0.76%	28	30	MCKESSON CORP	-3.21%	0.09%	242	212
ALCOA INC	45.83%	0.32%	68	87	ALLERGAN INC	-2.32%	0.10%	229	193
ORACLE CORP	17.60%	0.67%	34	35	BIG LOTS INC	-10.12%	0.02%	478	471
QUALCOMM INC	29.59%	0.42%	55	59	DELTA AIR LINES INC DEL	-11.20%	0.01%	486	474
Data Source: Compustat						Repo	rt Date: Januar	y 28, 2004	
Utilities Cons. Non Durables/Services	Cap Goods	Financial	s	Health Care	Basic Inds Info. Tech	Energy	Cons Durabl	es T	ransportation

Growth vs. Value is Now About Neutral



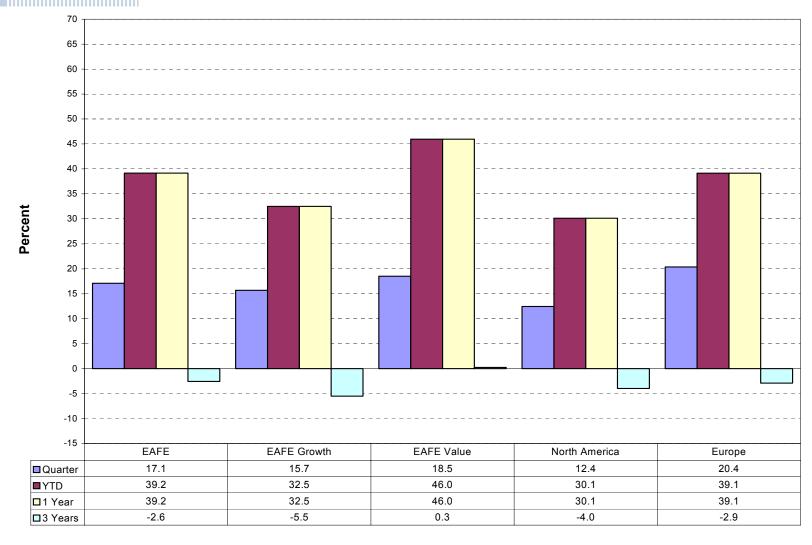


Non-U. S. Equity Markets

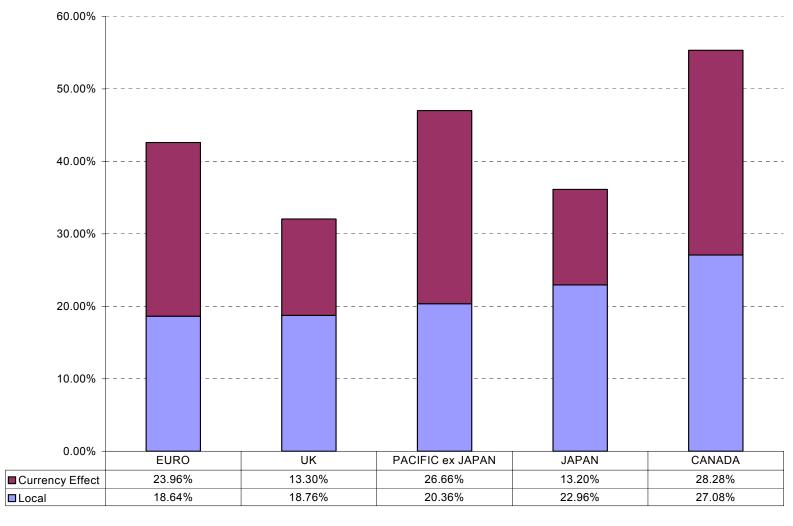
Euro Countries Gain Significant Ground in Q4; Dollar Slide Boosts Returns

- International equities outperformed the U.S. market for the year with the MSCI EAFE gaining 39.2% vs. the S&P 500 gain of 28.7%
- Despite weak economic data in France and Germany, the Dollar's weakness versus the Euro propelled France and Germany stock market returns to 22.5% and 31.3% respectively for the quarter
- Japan had a weak quarter relative to other countries, gaining a modest 8.4%
- The dollar's decline added an additional 13% to 28% to many local market gains. The MSCI EAFE gained 8% in local currency with an additional 18% due to the currency effect

Non-U. S. Equity Markets EAFE Regional Performance



Non-U. S. Equity Markets Currency Impact is a Significant Component of Returns

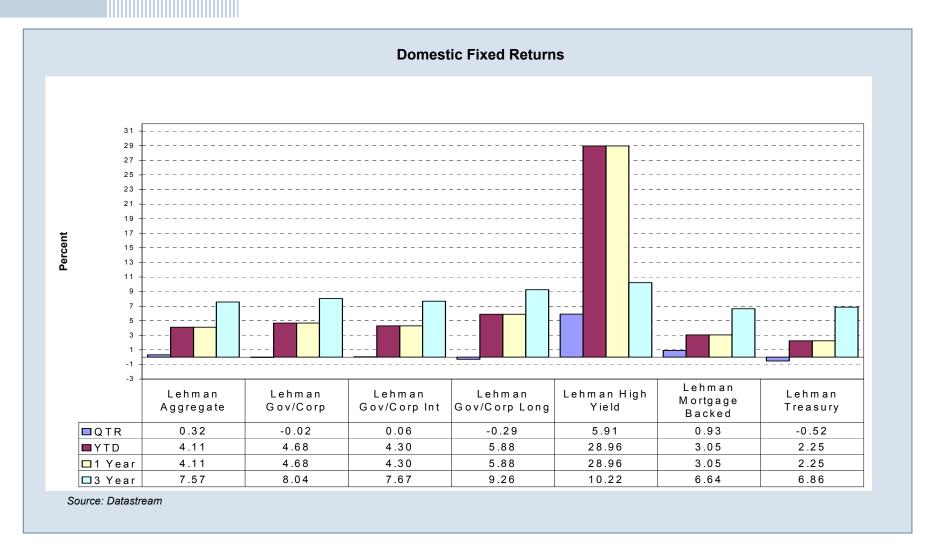


Fixed Income MarketsOverview

- Credit issuers continued to outperform U.S. Governments
- The Lehman Brothers Aggregate Index gained a modest 0.3% for the quarter and 4.1% for the year
- Higher interest rates during October led to fourth quarter losses for U.S. Treasuries
- Corporate spreads have narrowed significantly which will make it difficult for managers to find value in this sector
- High yield continued to outperform with a 5.9% fourth quarter gain and a 29.0% gain for the year
- Moody's downgrade/upgrade ratio fell to 3.75x during the final quarter compared to 7.57x in the first quarter, signaling renewed corporate health

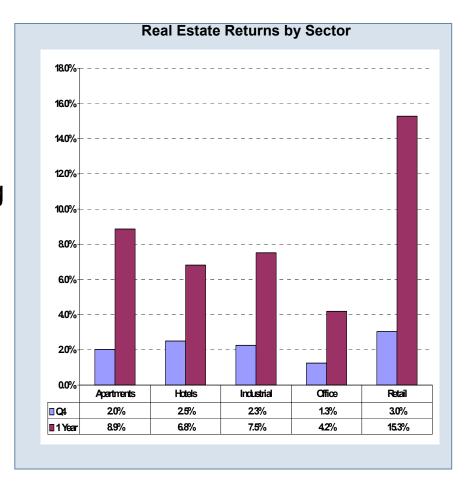
Fixed Income Markets

High Yield Has Equity-Like Returns as Spreads Narrow



Real Estate

- Real estate posts gains in 2003 but lags domestic equity markets
- Direct real estate posted a modest 2% gain in the trailing quarter and 7.8% for the past four quarters
- Retail properties and apartments were the most successful segments of the market during the year



ASRS Total Fund Performance

Total Fund PerformanceFor Periods Ending December 31, 2003

	<u>Quarter</u>	1 Year	3 Years	5 Years	Inception
Total Fund	10.0%	24.9%	1.1%	3.5%	11.0%
Benchmark*	9.5	22.9	0.2	2.0	9.3
R/M Public Funds Median	9.3	24.3	2.2	4.8	_
Percentile Ranking	15	34	82	87	

^{*} Interim Benchmark of 56% S&P 500/28% LB Aggregate/16% EAFE, which incorporates a proration of 6% real estate.

Policy History:

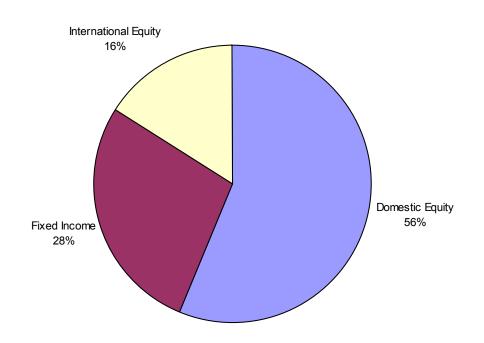
- 1/1/89-12/31/91 60% S&P 500/40% LB Aggregate
- 1/1/92-12/31/94 50% S&P 500/40% LB Aggregate/10% EAFE
- 1/1/95-6/30/97 45% S&P 500/40% LB Aggregate/15% EAFE
- 7/1/97-12/31/99 50% S&P 500/35% LB Aggregate/15% EAFE
- 1/1/00-9/30/03 53% S&P 500/30% LB Aggregate/17% EAFE
- 10/1/03-present 53% S&P 500/26% LB Aggregate/15% EAFE/6% Real Estate (Benchmark TBD)

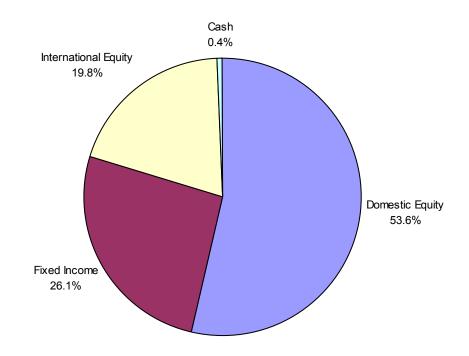
Total Fund Asset Allocation

December 31, 2003

Policy Adjusted for Transition to Real Estate

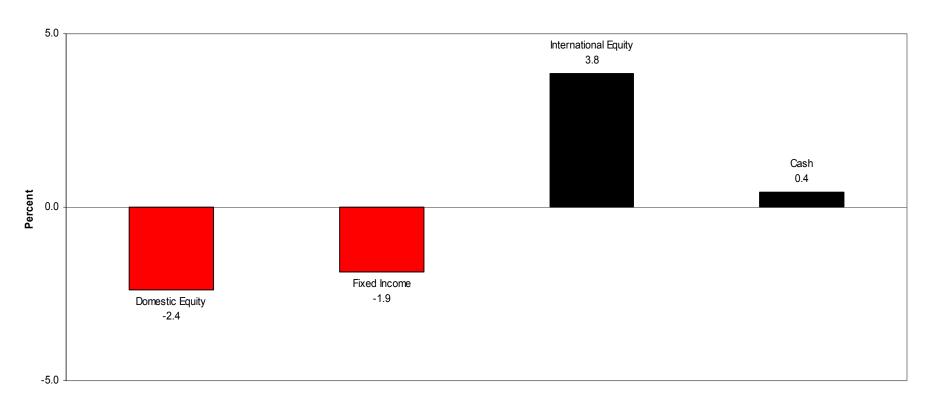
Actual Allocation





Total Fund Asset Allocation December 31, 2003

Asset Allocation vs. Policy Adjusted for Transition to Real Estate

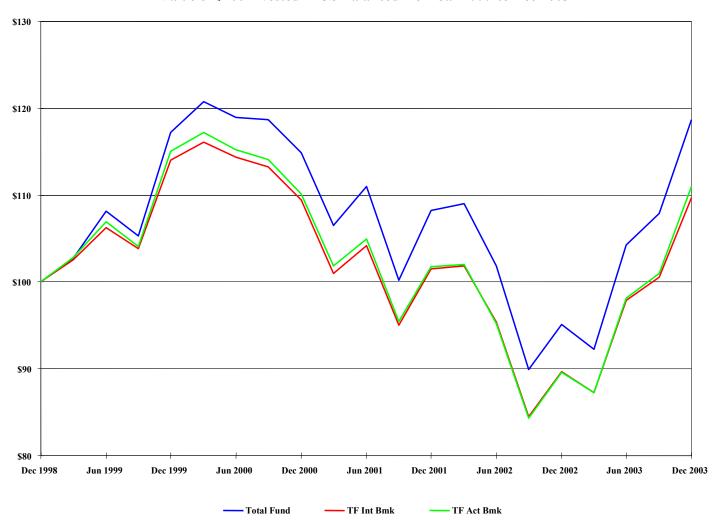


Total Fund PerformanceFor the Year Ending December 31, 2003

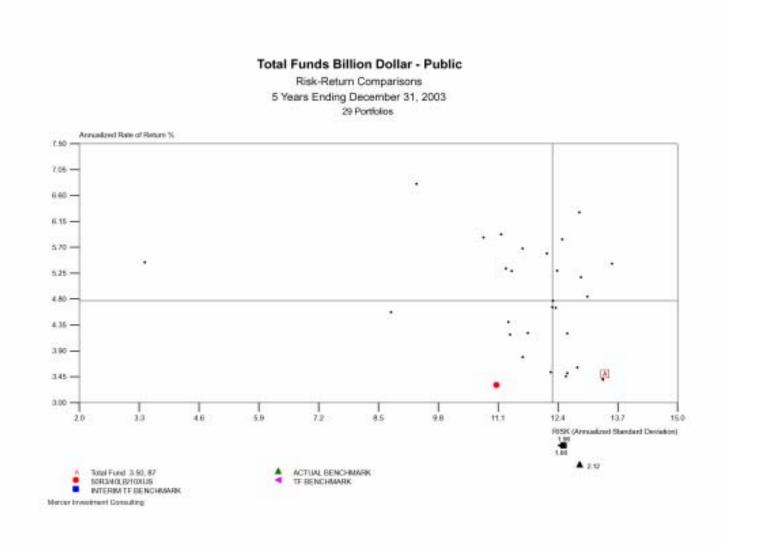
- Measured against:
 - Asset Allocation Target of 8.5% Annually
 - Total Fund has outperformed by 16.4%
 - Inflation + 3.0% annually
 - Total Fund has outperformed by 20.0%
 - Actuarial assumption rate of 8.0% annually
 - Total Fund has outperformed by 16.9%

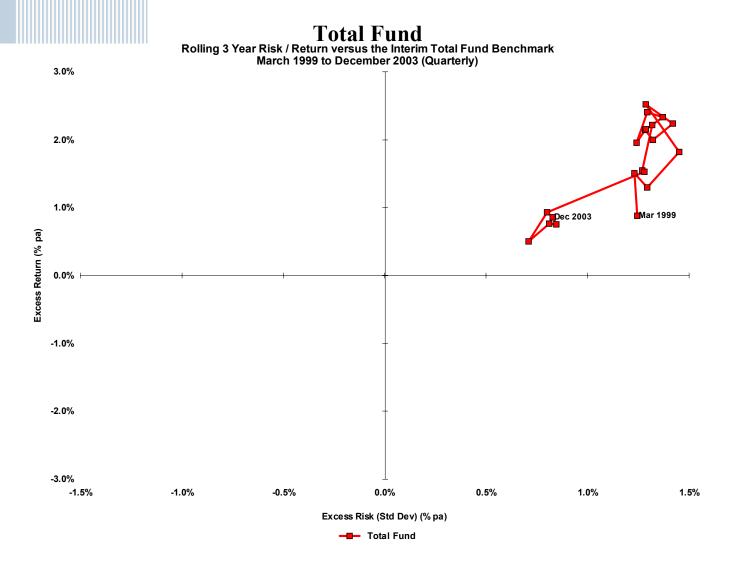
Total Fund Growth

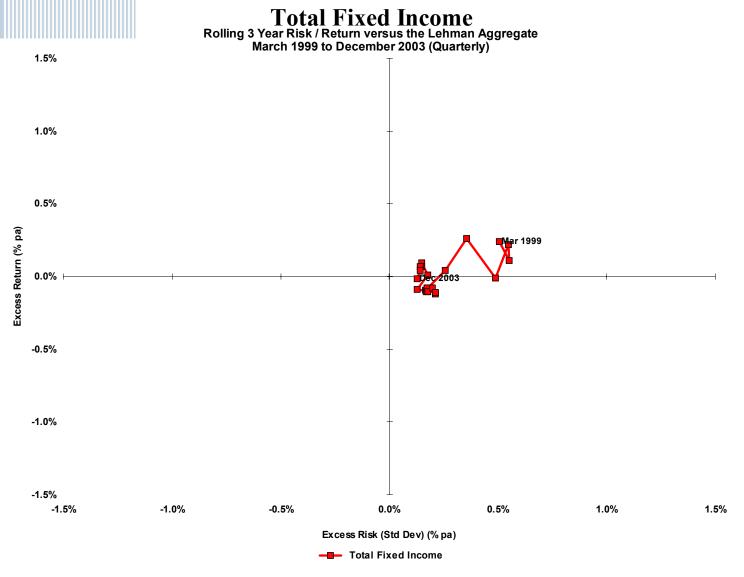
Total FundValue of \$100 invested in US Balanced from Jan 1999 to Dec 2003

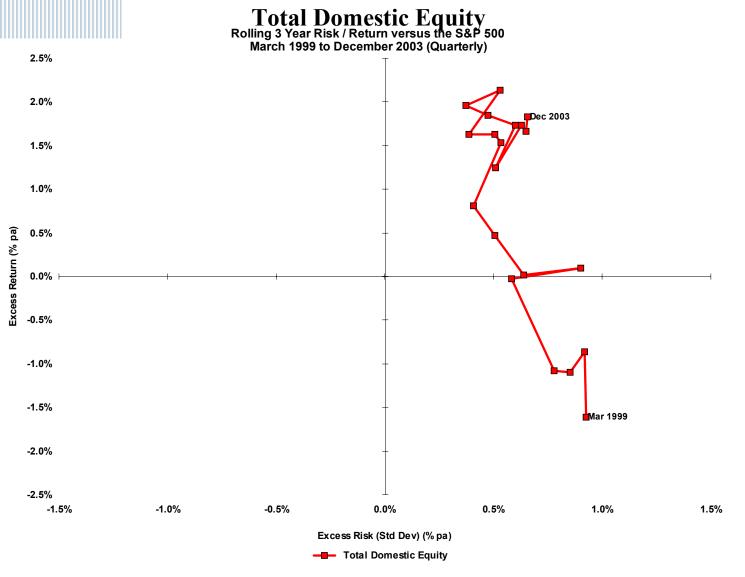


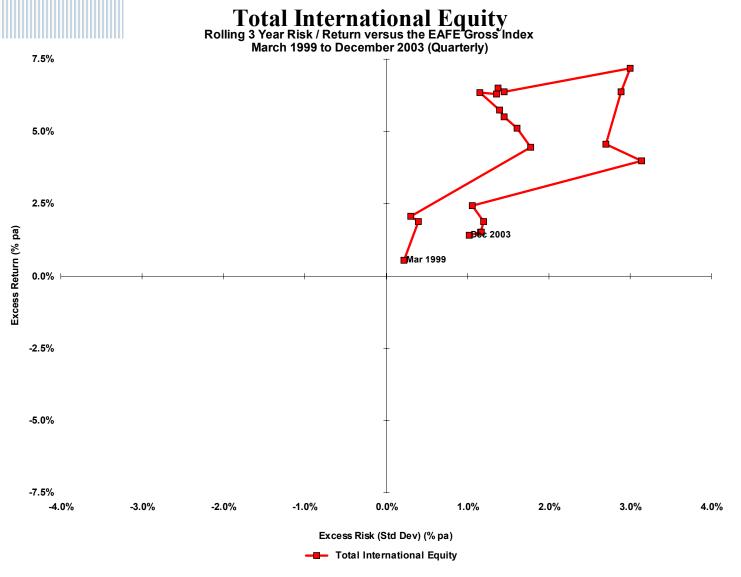
Total Fund Return/Risk Analysis











Performance vs. Benchmarks For the 3 Years Ending December 31, 2003

	D. A	Assumed	C(1 D	Assumed
	<u>Return</u>	<u>ROR</u>	Std. Dev.	Std. Dev.
Total Fund	1.1%	7.4%	16.3%	13.4%
Benchmark	0.2		15.3	
Domestic Fixed	7.6	4.5	3.7	6.0
LB Aggregate	7.6		3.6	
Domestic Equity	-2.2	8.5	23.7	18.6
S&P 500	-4.1		23.0	
Intl. Equity	-1.1	8.5	25.7	21.9
EAFE	-2.6		24.7	

Performance vs. Benchmarks For the 5 Years Ending December 31, 2003

Total Fund Benchmark	Return 3.5% 2.0	Assumed ROR 7.4%	Std. Dev. 13.8% 12.8	Assumed Std. Dev. 13.4%
Domestic Fixed LB Aggregate	6.5 6.6	4.5	3.7 3.5	6.0
Domestic Equity S&P 500	1.0 -0.6	8.5	20.2 19.8	18.6
Intl. Equity EAFE	4.9 0.3	8.5	22.7 20.9	21.9